

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In Re:)	Chapter 11
)	
Fleming Companies, Inc., et. al. ¹ ,)	Case No. 03-10945 (MFW)
)	(Jointly Administered)
Debtors.)	
)	Related Docket Nos.: 11930 & 12009

**DESIGNATION BY APPELLEE, THE POST CONFIRMATION TRUST,
OF ITEMS TO BE INCLUDED IN RECORD OF APPEAL**

Pursuant to Rule 8006 of the Federal Rules of Bankruptcy Procedure, Appellee, the Post Confirmation Trust (“PCT”), hereby respectfully submits its Designation of Items to be Included in the Record with respect to Kemp, LLC’s appeal from the October 20, 2005 Order, granting the PCT’s Cross-Motion for Declaratory Relief (Docket No. 11930), entered in the above-captioned Chapter 11 case.

Designation of Items to be Included in the Record of Appeal

On November 10, 2005, Appellant Kemp, LLC designated certain items to be included in the record of appeal. In addition to those items designated by Appellants (Docket No. 12094), the PCT also designates the following item to be included in the record on appeal.

- 1) Order Approving Motion of the Post Confirmation Trust for Leave to File Consolidated Reply Brief in Response to Six Additional Briefs Filed in Support of RCT Motion to Enjoin the Post Confirmation Trust from Pursuing Claims and in Response to the PCT’s Cross-Motion.

Order Dated: October 19, 2005

Docket No. 11929

¹ The former Debtors whose cases are still open are: Core-Mark International, Inc.; Fleming Companies, Inc.; ASI Office Automation, Inc.; C/M Products, Inc.; Core-Mark Interrelated Companies, Inc.; Core-Mark Mid-Continent, Inc.; General Acceptance Corporation; Head Distributing Company; Marquise Ventures Company, Inc.; and Minter-Weisman Co.

A copy of the additional item designated is being provided to the Clerk of the Bankruptcy Court.

November 21, 2005

Respectfully submitted,

PACHULSKI, STANG, ZIEHL, YOUNG, JONES
& WEINTRAUB, P.C.



Laura Davis Jones (Bar No. 2436)
Scott E. McFarland (Bar No. 4184)
James E. O'Neill (Bar No. 4042)
919 North Market Street, 16th Floor
Post Office Box 8705
Wilmington, Delaware 19899-8705
(Courier No. 19801)
Telephone No. (302) 652-4100
Facsimile No. (302) 652-4400

OF COUNSEL:

GIBBS & BRUNS, LLP
Kathy Patrick (Texas Bar No. 15581400)
1100 Louisiana Street, Suite 5300
Houston, Texas 77002
Telephone No.: (713) 650-8805
Facsimile No.: (713) 750-0903

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
Fleming Companies, Inc., et al.,¹)
Debtors.) Case No. 03-10945 (MFW)
) (Jointly Administered)
) Related Docket No.

AFFIDAVIT OF SERVICE

Louise Tuschak, being duly sworn according to law, deposes and says that she is employed by the law firm of Pachulski, Stang, Ziehl, Young, Jones & Weintraub P.C. and that on the 21st day of November 2005, she caused a copy of the following document to be served upon the parties on the attached service lists in the manner indicated:

**DESIGNATION BY APPELLEE, THE POST CONFIRMATION TRUST,
OF ITEMS TO BE INCLUDED IN RECORD OF APPEAL**

Louise Tuschak

Sworn to and subscribed before
me this 21st day of November 2005

Holly Walsh
Notary Public
My Commission Expires: 07/11/06

HOLLY T. WALSH
Notary Public - Delaware
My Comm. Expires Feb. 11, 2006

¹ The former Debtors whose cases are still open are: Core-Mark International, Inc.; Fleming Companies, Inc.; ASI Office Automation, Inc.; C/M Products, Inc.; Core-Mark Interrelated Companies, Inc.; Core-Mark Mid-Continent, Inc.; General Acceptance Corporation; Head Distributing Company; Marquise Ventures Company, Inc.; and Minter-Weisman Co.

**Service List
Kemps LLC**

Hand Delivery

Stephen M. Miller, Esquire
Douglas N. Candeub, Esquire
Thomas M. Horan, Esquire
Morris, James, Hitchens & Williams LLP
222 Delaware Avenue
Wilmington, DE 19801